



PUBLIC NOTICE

FEDERAL COMMUNICATIONS COMMISSION
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Report No. TEL-02238NS

Friday December 16, 2022

Non Streamlined International Applications/Petitions Accepted For Filing

Section 214 Applications (47 CFR §§ 63.18, 63.24); Section 310(b) Petitions (47 CFR § 1.5000)

Unless otherwise specified, the following procedures apply to the applications listed below:

The applications listed below have been found, upon initial review, to be acceptable for filing. These applications are not subject to the streamlined processing procedures set forth in section 63.12 of the Commission's rules. 47 CFR § 63.12. These applications shall not be deemed granted until the Commission affirmatively acts upon the application, either by public notice or by written order. Operation for which authorization is sought may not commence except in accordance with any terms or conditions imposed by the Commission. Pursuant to section 1.1910(b)(2) of the rules, action will be withheld on any application by any entity found to be delinquent in its debts to the Commission. Applicants should check the Red Light Display System's website at www.fcc.gov/redlight to determine if they are delinquent in a debt to the Commission and for information on how to pay the debt. 47 CFR § 1.1910(b)(2).

Unless otherwise specified, interested parties may file comments with respect to these applications within 28 days of the date of this public notice. We request that such comments refer to the application file number shown below. No application listed below shall be granted by the Commission earlier than the day after the date specified in this public notice for the filing of comments.

Unless otherwise specified, ex parte communications between outside parties and Commission staff concerning these applications are permitted subject to the Commission's rules for "permit-but-disclose proceedings." See 47 CFR § 1.1206.

People with Disabilities: To request materials in accessible formats for people with disabilities (braille, large print, electronic files, audio format), send an e-mail to fcc504@fcc.gov or call the Consumer & Governmental Affairs Bureau at 202-418-0530 (voice), 1-888-835-5322 (tty). All applications listed are subject to further consideration and review, and may be returned and/or dismissed if not found to be in accordance with the Commission's rules, regulations, and other requirements.

Transfer of Control

Current Licensee: Meriplex Telecom LLC

FROM: Clairvest Group Inc.

TO: Vitruvian Partners LLP

Meriplex Telecom LLC (Meriplex Telecom), a Texas limited liability company that holds an international section 214 authorization (ITC-214-20100805-00325), has filed an application seeking consent to the transfer of control of Meriplex Telecom from Clairvest Group Inc. (Clairvest Group) to Vitruvian Partners LLP (Vitruvian). Applicants filed a supplement on December 5, 2022, clarifying the post-transaction ownership interests.

Meriplex Telecom is wholly owned by MTL Holdco LLC (MTL Holdco), a Delaware entity. The Clairvest Group, a Canadian entity, holds an aggregate 73.41% interest in MTL Holdco through three funds: Clairvest Equity Partners V Limited Partnership (Clairvest Equity V) (43.19%); CEP V Co-Investment Limited Partnership (CEP Co-Invest) (22.02%); and Clairvest Equity Partners V-A Limited Partnership (Clairvest Equity V-A) (8.2%), all Canadian entities. David Arthur Henley, a U.S. citizen, holds a 26.69% interest in MTL Holdco and serves as the CEO of MTL Holdco.

Pursuant to a May 19, 2022, agreement and plan of merger, amended on July 15, 2022, Meriplex Communications, Ltd. (MCom), which is indirectly majority owned and controlled by Vitruvian, will acquire all the membership interests of Meriplex Telecom from the Clairvest Group and David Arthur Henley. Upon consummation, Meriplex Telecom will be a direct wholly owned subsidiary of MCom.

MCom, a Delaware entity, is an indirect wholly owned subsidiary of Aggie Topco Inc. (Aggie Topco), a Delaware entity. Maggie Lux S.C. Sp (Maggie Lux), a Luxembourg entity, which is ultimately controlled by Vitruvian, an England and Wales entity, will hold an approximate 54.96% and controlling interest in Aggie Topco. The Clairvest Group will hold an aggregate 19% interest in Aggie Topco: Clairvest Equity V (approx. 11%); CEP Co-Invest (approx. 6%); and Clairvest Equity V-A (approx. 2%). David Arthur Henley will hold an aggregate 14% interest in Aggie Topco: 3% directly and 11% indirectly through the David Arthur Henley Inheritance Trust (7%) and Henley Capital Investments, Ltd. (3%), both Texas entities. According to the Applicants, no other individual or entity will hold a direct 10% or greater interest in Aggie Topco.

VIP IV Luxembourg S.C. Sp (VIP IV Lux) is the sole limited partner and holds 100% of the equity interest in Maggie Lux. Kind Lux Manager S.a.r.l. (Kind Lux Manager) is the general partner of Maggie Lux. Kind Lux Manager is wholly owned by VIP IV Luxembourg Manager S.a.r.l. (VIP IV Manager). VIP IV Manager is the general partner of VIP IV Lux. All of the above are Luxembourg entities.

VIP IV Nominees Limited (VIP IV Nominees), a United Kingdom entity, is the sole limited partner of and holds 100% equity interest in VIP IV Lux. VIP IV Nominees also holds 100% of VIP IV Manager. VIP IV LP (VIP IV), a U.K. entity, holds a 93.9% interest in VIP IV Nominees. VIP IV Feeder LP owns 49.2% equity interest in VIP IV. According to the Applicants, no other individual or entity holds a 10% or greater interest in Meriplex Telecom through VIP IV.

Vitruvian General Partner LLP (Vitruvian General Partner) is the general partner of and holds 100% voting interest and zero equity interest in VIP IV. Vitruvian General Partner LLP is wholly owned by Vitruvian Partners LLP, both U.K. entities. Vitruvian Partners LLP is owned by the following individual members: Michael Risman, a U.K. citizen; David Nahama, a U.S. citizen; Torsten Winkler, a citizen of Germany; Stephen Byrne, a citizen of Ireland; Benjamin Johnson, a U.K. citizen; Jussi Wuoristo, a citizen of Finland; Thomas Studd, a U.K. citizen; Joseph O'Mara, a citizen of Ireland; Sophie Straziota, a U.K. citizen; Robert James Sanderson, a U.K. citizen; Fabian Wasmus, a citizen of Germany; and, Yarrowmena AB, a Swedish company owned by Oscar Severin, a partner of Vitruvian, and a citizen of Sweden.

Pursuant to Commission practice, this application and the associated domestic application for transfer of control of section 214 authority (WC Docket No. 22-400; ITC-T/C-20221117-00135) are being referred to the relevant Executive Branch agencies for their views on any national security, law enforcement, foreign policy or trade policy concerns related to the foreign ownership of the Applicants.

INFORMATIVE

ISP-PDR-20220219-00002

Millennium Telcom, L.L.C., dba OneSource Communications

On December 7, 2022, the Committee for the Assessment of Foreign Participation in the United States Telecommunications Service Sector (Committee) notified the Commission that it is reviewing the petition for declaratory ruling and the domestic and international applications for transfer of control filed by Millennium Telcom, L.L.C. (ITC-T/C-20220121-00015; ISP-PDR-20220219-00002; WC Docket No. 22-31) for any national security and law enforcement issues and requests that the Commission defer action on the petition and applications until the Committee completes its review.

ITC-T/C-20220121-00015

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REMINDER:

Applicants must certify that neither the applicant nor any party to the application is subject to a denial of federal benefits by federal and/or state courts under authority granted in 21 U.S.C. § 862. See 47 CFR §§ 1.2001-.2003.